



F01000005958

ACCOUNT NO. : 072100000032

REFERENCE : 350749 7138067

AUTHORIZATION :

COST LIMIT :

Patricia Piguet
\$ 70.00

FILED
01 NOV 16 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : November 7, 2001

ORDER TIME : 9:20 AM

ORDER NO. : 350749-005

400004684974--7

CUSTOMER NO: 7138067

CUSTOMER: Ms. Renee Becker
The View Group
175 Federal Street
5th Floor
Boston, MA 02110

FOREIGN FILINGS

BK

NAME: TRACMAIL, INC.

XXXX QUALIFICATION (TYPE: CO)

(S)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

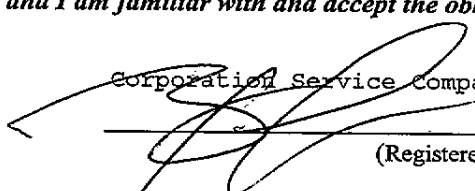
RECEIVED
01 NOV 16 AM 10:23
DIVISION OF CORPORATION

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA*

1. Tracmail Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 04-3463294
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 9, 1999 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. November 7, 2001
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1221 Brickell Ave. 9th Floor, Miami FL 33131
(Principal office address)
- 1221 Brickell Ave. 9th Floor, Miami FL 33131
(Current mailing address)
8. To provide business development/sales services and internet communications management
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) services.
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
- Name: Corporation Service Company
- Office Address: 1201 Hays Street
- Tallahassee Florida 32301
(City) (Zip code)
10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.
- Corporation Service Company

(Registered agent's signature) **BRIAN COURTNEY, ASST. V.P.**
11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

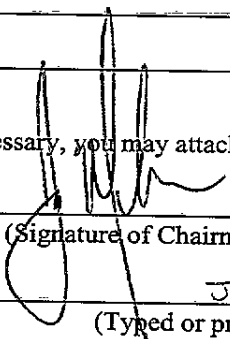
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. James Madison, Vice President
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE

***Directors and Officers Rider for Application by Foreign Corporation for
Authorization to Transact Business in Florida***

***Tracmail Inc.
1221 Brickell Ave, 9th Floor
Miami, FL 33131***

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Director: Mintoo Bhandari
C/o The View Group
175 Federal St., 5th Floor
Boston, MA 02110

Director: Jonathan J. Everett
C/o The View Group
175 Federal St., 5th Floor
Boston, MA 02110

President: Jerry Kaufman
1221 Brickell Ave, 9th Floor
Miami, FL 33131

Vice President: Mintoo Bhandari
C/o The View Group
175 Federal St., 5th Floor
Boston, MA 02110

Vice President: Jonathan J. Everett
C/o The View Group
175 Federal St., 5th Floor
Boston, MA 02110

Vice President: James A. Madison
C/o The View Group
175 Federal St., 5th Floor
Boston, MA 02110

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TRACMAIL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF NOVEMBER, A.D. 2001.

FILED
01 NOV 16 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3027548 8300

AUTHENTICATION: 1447929

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DATE: 11-15-01